

File Number 6129-727-6

State of Illinois  
Office of  
The Secretary of State

Whereas, ARTICLES OF INCORPORATION OF  
ULTRA COM, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be  
affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this 6TH  
day of OCTOBER A.D. 2000 and of  
the Independence of the United States the two  
hundred and 25TH .



C-2123

*Jesse White*

Secretary of State

|  |  |
|--|--|
| Form <b>BCA-2.10</b>   <b>ARTICLES OF INCORPORATION</b>  |  |
| (Rev. Jan. 1999)   | This space for use by Secretary of State   |
| Jesse White<br>Secretary of State<br>Department of Business Services<br>Springfield, IL 62756<br><a href="http://www.sos.state.il.us">http://www.sos.state.il.us</a> | <b>FILED</b><br><br>OCT 6 2000<br><br>JESSE WHITE<br>SECRETARY OF STATE  |
| Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."        | <div style="border: 1px solid black; padding: 2px; text-align: center;">SUBMIT IN DUPLICATE</div><br>This space for use by Secretary of State<br>Date 10-12-00<br>Franchise Tax \$ 25.00<br>Filing Fee \$ 75.00<br>Approved: [Signature] |

1. CORPORATE NAME: ULTRACOM, INC.

(The corporate name must contain the word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent: DANIEL L. SMITH SR.

|            |                |           |
|------------|----------------|-----------|
| First Name | Middle Initial | Last Name |
| DANIEL     | L.             | SMITH     |

Initial Registered Office: 271 COUNTRY COMMONS RD.

|        |                     |         |
|--------|---------------------|---------|
| Number | Street              | Suite # |
| 271    | COUNTRY COMMONS RD. | F       |

CARY IL MC HENRY 60013

|      |          |          |
|------|----------|----------|
| City | County   | Zip Code |
| CARY | MC HENRY | 60013    |

3. Purpose or purposes for which the corporation is organized:  
(If not sufficient space to cover this point, add one or more sheets of this size.)

TO PURSUE BUSINESS ACTIVITIES IN  
MARKETING PRODUCTS AND SERVICES  
IN ILLINOIS.

4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

| Class  | Par Value per Share | Number of Shares Authorized | Number of Shares Proposed to be Issued | Consideration to be Received Therefor |
|--------|---------------------|-----------------------------|--|---------------------------------------|
| Common | \$1.00              | 100,000                     | 1000                                   | \$1000.00                             |

TOTAL = \$1000.00

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:

(If not sufficient space to cover this point, add one or more sheets of this size.)

(over)

5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: \_\_\_\_\_  
 (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:
- | Name | Residential Address | City, State, ZIP |
|------|---------------------|------------------|
|      |                     |                  |
|      |                     |                  |
|      |                     |                  |

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_  
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_  
 (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_  
 (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

7. **OPTIONAL: OTHER PROVISIONS**

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated 7/8/ 2000  
 (Month & Day) Year

1. [Signature]  
 Signature  
DANIEL L. SMITH SR.  
 (Type or Print Name)  
 2. [Signature]  
 Signature  
DENNIS F. CUMMINGS  
 (Type or Print Name)  
 3. [Signature]  
 Signature  
LARRY CUMMINGS  
 (Type or Print Name)

1. 35805 BARBERRY LN.  
 Street  
GURNEE, IL 60031  
 City/Town State ZIP Code  
 2. 2204 OTTAWA LAKE RD.  
 Street  
IRON RIVER, MI 49935  
 City/Town State ZIP Code  
 3. 26859 W. VISTA CT.  
 Street  
HAULESIDE, IL 60041  
 City/Town State ZIP Code

(Signatures must be in **BLACK INK** on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its president or vice president and verified by him, and attested by its secretary or assistant secretary.

**FEE SCHEDULE**

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25.
- The filing fee is \$75.
- The minimum total due (franchise tax + filing fee) is \$100.  
 (Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$18,867)
- The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.  
 Illinois Secretary of State Springfield, IL 62756  
 Department of Business Services Telephone (217) 782-8622 or 782-9523

C-162.20

01/04/01

**Ultra Com, Inc.**  
**Account Listing**  
**January 4, 2001**

| Account                           | Type                    | Balance Total | Description               | Tax Line                                   |
|-----------------------------------|-------------------------|---------------|---------------------------|--|
| Harris Bank                       | Bank                    | 1,000.00      |                           | B/S-Assets: Cash                           |
| Employee Advances                 | Other Current Asset     | 0.00          | Employee Advances         | B/S-Assets: Other current assets           |
| Investment Account                | Other Current Asset     | 50,000.00     |                           | B/S-Assets: Other current assets           |
| Furniture & Fixtures              | Fixed Asset             | 15,000.00     |                           | B/S-Assets: Buildings/oth. depr. assets    |
| Note Payable                      | Other Current Liability | 50,000.00     |                           | B/S-Liabs/Eq.: Loans from stockholders     |
| Capital Stock                     | Equity                  | 16,000.00     | Capital Stock             | B/S-Liabs/Eq.: Capital Stock - Common Stk. |
| Opening Bal Equity                | Equity                  | 0.00          |                           | B/S-Liabs/Eq.: Paid-in or capital surplus  |
| Retained Earnings                 | Equity                  |               | Retained Earnings         | B/S-Liabs/Eq.: Paid-in or capital surplus  |
| Fees                              | Income                  |               | Fees                      | Income: Gross receipts or sales            |
| Reimbursed Expenses               | Income                  |               | Reimbursed Expenses       | Income: Gross receipts or sales            |
| Sales                             | Income                  |               | Sales                     | Income: Gross receipts or sales            |
| Services                          | Income                  |               | Services                  | Income: Gross receipts or sales            |
| Amortization Expense              | Expense                 |               | Amortization Expense      | Deductions: Other deductions               |
| Automobile Expense                | Expense                 |               | Automobile Expense        | Deductions: Other deductions               |
| Bank Service Charges              | Expense                 |               | Bank Service Charges      | Deductions: Other deductions               |
| Cash Discounts                    | Expense                 |               | Cash Discounts            | Deductions: Other deductions               |
| Contributions                     | Expense                 |               | Contributions             | Deductions: Charitable contributions       |
| Depreciation Expense              | Expense                 |               | Depreciation Expense      | <Unassigned>                               |
| Dues and Subscriptions            | Expense                 |               | Dues and Subscriptions    | Deductions: Other deductions               |
| Equipment Rental                  | Expense                 |               | Equipment Rental          | Deductions: Other deductions               |
| Insurance                         | Expense                 |               | Insurance                 | Deductions: Other deductions               |
| Insurance:Disability Insurance    | Expense                 |               | Disability Insurance      | Deductions: Other deductions               |
| Insurance:Liability Insurance     | Expense                 |               | Liability Insurance       | Deductions: Other deductions               |
| Insurance:Work Comp               | Expense                 |               | Workman's Compensation    | Deductions: Other deductions               |
| Interest Expense                  | Expense                 |               | Interest Expense          | Deductions: Interest expense               |
| Interest Expense:Finance Charge   | Expense                 |               | Finance Charge            | Deductions: Interest expense               |
| Interest Expense:Loan Interest    | Expense                 |               | Loan Interest Expense     | Deductions: Interest expense               |
| Interest Expense:Mortgage         | Expense                 |               | Mortgage Interest         | Deductions: Interest expense               |
| Licenses and Permits              | Expense                 |               | Licenses                  | Deductions: Licenses                       |
| Licenses and Permits:Software ... | Expense                 |               |                           | Deductions: Licenses                       |
| Miscellaneous                     | Expense                 |               | Miscellaneous             | Deductions: Other deductions               |
| Office Supplies                   | Expense                 |               | Office Supplies           | Deductions: Other deductions               |
| Postage and Delivery              | Expense                 |               | Postage and Delivery      | Deductions: Other deductions               |
| Printing and Reproduction         | Expense                 |               | Printing and Reproduction | Deductions: Other deductions               |
| Professional Development          | Expense                 |               | Professional Development  | Deductions: Other deductions               |
| Professional Fees                 | Expense                 |               | Professional Fees         | Deductions: Other deductions               |
| Professional Fees:Accounting      | Expense                 |               | Accounting Fees           | Deductions: Other deductions               |
| Professional Fees:Consulting F... | Expense                 |               |                           | Deductions: Other deductions               |
| Professional Fees:Legal Fees      | Expense                 |               | Legal Fees                | Deductions: Other deductions               |
| Recruiting                        | Expense                 |               | Recruiting                | Deductions: Other deductions               |
| Rent                              | Expense                 |               | Rent                      | Deductions: Rents                          |
| Repairs                           | Expense                 |               | Repairs and Maintenance   | Deductions: Repairs and maintenance        |
| Repairs:Building Repairs          | Expense                 |               | Building Repairs          | Deductions: Repairs and maintenance        |
| Repairs:Computer Repairs          | Expense                 |               | Computer Repairs          | Deductions: Repairs and maintenance        |
| Repairs:Equipment Repairs         | Expense                 |               | Equipment Repairs         | Deductions: Repairs and maintenance        |
| Repairs:Janitorial Exp            | Expense                 |               | Janitorial Expense        | Deductions: Repairs and maintenance        |
| Taxes                             | Expense                 |               | Taxes                     | Deductions: Other miscellaneous taxes      |

01/04/01

**Ultra Com, Inc.**  
**Account Listing**  
 January 4, 2001

| Account                    | Type          | Balance Total | Description              | Tax Line                                |
|----------------------------|---------------|---------------|--------------------------|---|
| Taxes:Excise Tax           | Expense       |               |                          | Deductions: Other miscellaneous taxes   |
| Taxes:Federal              | Expense       |               | Federal Taxes            | <Unassigned>                            |
| Taxes:Local                | Expense       |               | Local Taxes              | Deductions: Other miscellaneous taxes   |
| Taxes:Municipal Tax        | Expense       |               |                          | Deductions: Other miscellaneous taxes   |
| Taxes:Property             | Expense       |               | Property Taxes           | Deductions: Local property taxes        |
| Taxes:State                | Expense       |               | State Taxes              | Deductions: State franchise or inc. tax |
| Telephone                  | Expense       |               | Telephone                | Deductions: Other deductions            |
| Travel & Ent               | Expense       |               | Travel and Entertainment | <Unassigned>                            |
| Travel & Ent:Entertainment | Expense       |               | Entertainment            | Deductions: Meals and entertainment     |
| Travel & Ent:Meals         | Expense       |               | Meals                    | Deductions: Meals and entertainment     |
| Travel & Ent:Travel        | Expense       |               | Travel                   | Deductions: Other deductions            |
| Utilities                  | Expense       |               | Utilities                | Deductions: Other deductions            |
| Utilities:Gas and Electric | Expense       |               | Gas and Electric         | Deductions: Other deductions            |
| Utilities:Water            | Expense       |               | Water                    | Deductions: Other deductions            |
| Interest Income            | Other Income  |               | Interest Income          | Income: Interest income                 |
| Other Income               | Other Income  |               | Other Income             | Income: Other income                    |
| Other Expenses             | Other Expense |               | Other Expenses           | Deductions: Other deductions            |